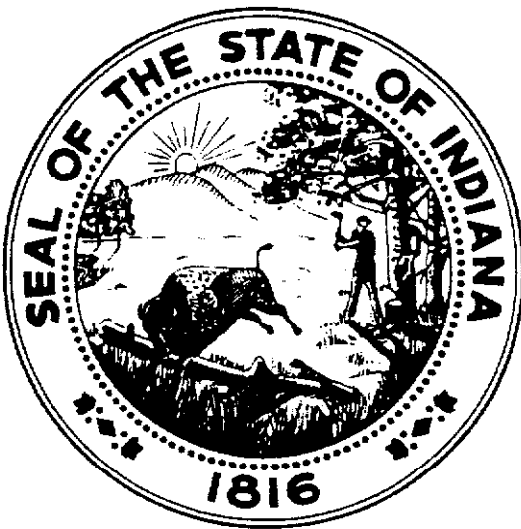


**State of Indiana**  
**Office of the Secretary of State**

ARTICLES OF ORGANIZATION  
of  
**ONESTAR COMMUNICATIONS, LLC**

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Organization of the above Domestic Limited Liability Company (LLC) have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, February 26, 2001.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, February 26, 2001.

*Sue Anne Gilroy*

SUE ANNE GILROY,  
SECRETARY OF STATE

APPROVED  
AND  
FILED  
IND. SECRETARY OF STATE

## ARTICLES OF ORGANIZATION

OF

### ONESTAR COMMUNICATIONS, LLC

The undersigned, desiring to form a Limited Liability Company (hereinafter referred to as "Company") pursuant to the provisions I.C. 23-18, execute the following Articles of Organization.

#### ARTICLE I NAME

The name of the Company is **ONESTAR COMMUNICATIONS, LLC**.

#### ARTICLE II REGISTERED OFFICE AND AGENT

- Section 1. **Registered Office**. The street address of the registered office of the Company in Indiana is 7100 Eagle Crest Boulevard, Evansville, Indiana 47715.
- Section 2. **Registered Agent**. The name of the Company's registered agent at the Company's registered office is Alan J. Powers.

#### ARTICLE III DURATION OF COMPANY

The duration of the limited liability company is perpetual or until dissolved in accordance with the Indiana Business Flexibility Act.

#### ARTICLE IV MANAGEMENT

The business and affairs of the Company shall be managed in accordance with the following provisions:

- Section 1. **Management Committee**. The general management of the business and affairs of the Company is vested in and shall be conducted by a Management Committee in

accordance with the procedures and requirements set forth in the Company's written Operating Agreement.

Section 2. **Officers.** The Management Committee of the Company shall elect Officers of the Company. The authority of the Management Committee shall be delegated to the Officers to the extent provided in the Company's Operating Agreement.

#### **ARTICLE V EFFECTIVE DATE**

These Articles of Organization shall be effective as of the date the same are filed with the Secretary of State of Indiana.

IN WITNESS WHEREOF, the undersigned, being the person designated to execute and file these Articles of Organization, verifies, subject to the penalties of perjury, that the statements contained herein are true.

DATED this 23<sup>rd</sup> day of February, 2001.

  
\_\_\_\_\_  
TERRY G. FARMER

THIS INSTRUMENT WAS PREPARED BY LAURA A. SCOTT  
ATTORNEY AT LAW



# OFFICE OF THE SECRETARY OF STATE

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JESSE WHITE • Secretary of State

APRIL 11, 2001

0054095-1

CT CORPORATION SYSTEM  
208 S LASALLE ST  
CHICAGO, IL 60604-0000

RE ONESTAR COMMUNICATIONS, LLC

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND AN APPROVED APPLICATION OF ADMISSION.

THE LIMITED LIABILITY COMPANY MUST FILE AN ANNUAL REPORT PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SINCERELY YOURS,

JESSE WHITE  
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES  
LIMITED LIABILITY COMPANY DIVISION  
TELEPHONE (217)524-8008

JW:LLC

July 19, 2001

Donna Caton, Chief Clerk  
Illinois Commerce Commission  
527 East Capitol Avenue  
Springfield, IL 62701

Re: Request for Waiver of 83 Illinois Administrative Code Part 250

In accordance with section 83 of the Illinois Administrative Code, Part 250, OneStar Communications, LLC (OneStar) requests that it be exempt for maintaining its financial books and records in the state of Illinois.

Having to maintain financial books and records in the state of Illinois would place an extreme burden on OneStar. Moreover, OneStar asserts that it utilizes the Generally Accepted Accounting Principles, the Commission will have a reliable means by which to evaluate OneStars operations. Therefore, OneStar hereby requests to be exempt from maintaining financial books and records in the state of Illinois.

Any questions pertaining to this waiver should be directed to Rhonda Johnson at (812) 437-7643.

Sincerely,

A handwritten signature in cursive script, appearing to read "Rhonda Johnson".

Rhonda Johnson, Agreement Specialist  
OneStar Long Distance, Inc.

July 19, 2001

Donna Caton, Chief Clerk  
Illinois Commerce Commission  
527 East Capitol Avenue  
Springfield, IL 62701

Re: Request for Waiver of Part 710 Uniform System of Accounts for  
Telecommunications Carrier

Ms. Caton:

In accordance with Part 710 of Illinois Administrative Rule, OneStar Communications, LLC (OneStar) requests that it be exempt from any record-keeping rules or regulations that might require a carrier to maintain its financial records in conformance with the Uniform System of Accounts (USOA). The USOA was developed by the FCC as a means of regulating telecommunications companies subject to rate base regulation.

As a competitive carrier, OneStar Communications, LLC maintain its book of accounts in accordance with Generally Accepted Accounting Principles (GAAP). OneStar does not possess the detail cost data required by USOA. As a competitive provider, OneStar network operations are integrated to achieve maximum efficiency. Having to maintain records pertaining specifically to its Illinois local service operations would place an extreme burden on OneStar.

Moreover, OneStar asserts that because it utilized GAAP, the Commission will have a reliable means by which to evaluate OneStar's operations. Therefore, OneStar hereby requests to be exempt from the USOA requirements of the Commission.

Any questions pertaining to this waiver request can be directed to Rhonda Johnson at (812) 437-7643.

Sincerely,

A handwritten signature in cursive script, appearing to read "Rhonda Johnson".

Rhonda Johnson, Agreement Specialist  
OneStar Long Distance, Inc.

July 19, 2001

Donna Caton, Chief Clerk  
Illinois Commerce Commission  
527 East Capitol Avenue  
Springfield, IL 62701

Re: Waiver of Part 735 of the Illinois Administrative Code

OneStar Communications, LLC (OneStar) requests that it not be required to publish local exchange directories. OneStar will make arrangements with the incumbent LECs whereby the names of OneStar's customers will be included in the directories published by the incumbent LECs. LEC directories will also be modified to include OneStar's customer service number. These directories will be distributed to OneStar's customers. This approach is entirely reasonable and will have a direct benefit to the customers of both OneStar and the incumbent LEC since it need only refer to one directory for a universal listing of customer information.

It would be an unnecessary burden on OneStar to require that it publish and distribute its own directory to all customers located within each exchange area, particularly since nearly all of these customers will be customers of the incumbent LEC's. It is more efficient for OneStar to include its limited customer list in the existing directories of the incumbent LEC's.

Any question pertaining to this waiver request can be referred to Rhonda Johnson at (812) 437-7643.

Sincerely,

A handwritten signature in cursive script, appearing to read "Rhonda Johnson".

Rhonda Johnson  
OneStar Long Distance, Inc.